

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE:

TOPS HOLDING CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 18-22279 (RDD)

(Jointly Administered)

ALAN D. HALPERIN, AS THE
LITIGATION TRUSTEE FOR THE TOPS
HOLDING LITIGATION TRUST,

Plaintiff,

Adv. Proc. No. 20-08950 (RDD)

v.

MORGAN STANLEY INVESTMENT
MANAGEMENT INC., *et al.*,

Defendants.

**STIPULATION AND ORDER TO FURTHER EXTEND TIME TO ANSWER OR MOVE
TO DISMISS**

Plaintiff Alan D. Halperin, as the Litigation Trustee for the Tops Holding Litigation Trust (“Plaintiff”) and Defendants Morgan Stanley Investment Management, Inc., Morgan Stanley Capital Partners V U.S. Holdco LLC, HSBC Equity Partners USA, LP, HSBC Private Equity Partners II USA LP, Turbic Inc., Begain Company Limited, Gary Matthews, Eric Kanter, Eric Fry, Greg Josefowicz, and Stacey Rauch (“Defendants”) in the above-captioned adversary proceeding (the “Adversary Proceeding”), by and through their respective undersigned counsel, and subject to the Court’s approval, stipulate as follows:

WHEREAS, on February 12, 2020, Plaintiff commenced the Adversary Proceeding by filing the complaint (the “Complaint”) in the United States Bankruptcy Court for the Southern

District of New York;

WHEREAS, on March 12, 2020 the Court so-ordered a Stipulation and Order to Extend Time to Answer or Move to Dismiss (ECF Doc. No. 17), extending the deadline to file motions to dismiss or answers to the Complaint to May 14, 2020. As of March 12, Begain Company Limited had not yet appeared in the action and was not a party to the March 12 Stipulation and Order;

WHEREAS, on May 4, 2020, counsel for Begain Company Limited filed a Notice of Appearance of Counsel in the Adversary Proceeding (ECF Doc. No. 21);

WHEREAS, to facilitate Defendants' ability to coordinate together in responding to the Complaint and to coordinate schedules among all Defendants, Defendants requested a short extension of time to prepare their responses to the Complaint, and Plaintiff consented;

NOW, THEREFORE, THE PARTIES HEREBY STIPULATE AND AGREE as follows:

1. Defendants shall have up to and including Thursday, May 29, 2020 to move against, answer, or otherwise respond to the Complaint;
2. Plaintiff's deadline to file responses to Defendants' motions to dismiss, if any, shall be July 17, 2020;
3. Defendants' deadline to file replies to Plaintiff's responses to Defendants' motions to dismiss, if any, shall be August 14, 2020.

IT IS SO STIPULATED.

Dated: May 8, 2020

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So Ordered:

/s/Robert D. Drain
Hon. Robert D. Drain
United States Bankruptcy Judge

Dated: May 11, 2020
White Plains, New York